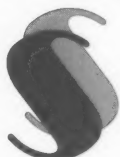


Topical index for 1991



Since 1945, CFA has been publishing a magazine containing matters of interest to the asset-based financial services industry, as well as to accountants, attorneys and students.

The following topical index covers articles published from January 1991 to December 1991.

Accountants' Corner

- Accounting for post-retirement health benefits Jul/Aug 91
- Businessperson's review Jan/Feb 91
- Demystifying intangible asset lending May/Jun 91
- Preserving debtor tax attributes in Chapter 11 Nov/Dec 91
- Selling your business for maximum value Mar/Apr 91
- SFAS: Credit risk disclosures Sep/Oct 91

International Trade Services' Corner

- Export financing by Barry J. Essig May/Jun 91
- Hidden liens in Canada by Andrew Hall Sep/Oct 91
- Hedging foreign exchange risk by Anne M. Cordes Jul/Aug 91
- Letter of credit financing: peril or protection? Nov/Dec 91

Small Independents' Corner

- Factoring: is the category getting killed? by Miles Stuchin Nov/Dec 91
- Letters of credit by Michael T. Schlegel May/Jun 91
- The 45-day rule, (or, What you don't know will hurt you) by Richard G. Worthy Sep/Oct 91
- Restoring the bad debt reserve method of accounting Jul/Aug 91

Bankruptcy

- Chapter 11 lending: an overview of the process by Joseph U. Schorer and David S. Curry Mar/Apr 91
- The prepackaged bankruptcy: restructuring trouble credit by Peter D. Morgenstern and Kenneth L. Rubin Jul/Aug 91
- Preferences and fraudulent transfers in bankruptcy by Harvey E. Schatz Sep/Oct 91
- The prepackaged bankruptcy plan: right tool for the wrong job by E. Talbot Briddell Sep/Oct 91
- No-nonsense bankruptcy: an alternative for business owners and lenders by Daniel M. Morris and C. Edward Dobbs Sep/Oct 91

Legal Notes

Bankruptcy Law

- Normal interest payments on short-term debt are recoverable as preferences May/Jun 91
- Lender that refinanced leveraged buyout debt not liable for fraudulent conveyance exposure of original lender May/Jun 91
- Postpetition interest awarded at the contract rate Jul/Aug 91
- Leveraged buyout not a fraudulent conveyance under bankruptcy code or Pennsylvania Law Sep/Oct 91
- Leveraged buyout lender's security interests avoided as fraudulent conveyances and claims equitably subordinated Sep/Oct 91
- Insider lender's secured claims equitably subordinated on the basis of inequitable conduct Sep/Oct 91
- Three courts reject *Deprizio*, deny recovery from non-insider creditor of preferential transfer to insider-guarantor Nov/Dec 91
- Secured lender's claim equitably subordinated to claims of misled unsecured creditors Nov/Dec 91
- Order entered by bankruptcy court sufficient to perfect security interest without filing of financing statement Nov/Dec 91
- Debtor's breach of settlement agreement sufficient cause for lifting of automatic stay Nov/Dec 91

Financing—General

- Setoff by California lender leads to loss of collateral but not underlying claim May/Jun 91
- Liability for postpetition cleanup of prepetition contamination not dischargeable in bankruptcy May/Jun 91
- Participations in short-term commercial loans are not subject to federal securities laws Jul/Aug 91

Uniform Commercial Code

- Failure to refile after incorporation of proprietorship borrower results in loss of security interest in after-acquired property Jul/Aug 91

General

Jan/Feb 91

- An open letter to the future: what would you say to CFA 46th annual convention by Michelle J. Denmark
- CFA convention keynote address by Francis X. Basile
- Good faith and fair dealing: a lender strikes back by Monroe R. Lazere

- Interview with CFA president Ronald C. Smith
- Legislative and judicial developments in 1990: Part I
..... by A. Bruce Schimberg,
..... James E. Clark, Douglas H. Williams
- Reflections on international asset-based lending
..... by Richard M. Kohn
- An open letter to the future: What would you say
to the the America of 2040?
..... by Louis Rukeyser
- Trauma in the job market
..... by Dr. Paul S. Nadler

Mar/Apr 91

- As the go-go memories fade, business schools adjust to
the tougher '90s
..... by Louis Rukeyser
- The collision of LBO assumptions with economic
reality
..... by Arnold H. Dratt
- Is reregulation in banking's future?
..... by Dr. Paul S. Nadler
- Key man life insurance
..... by Jack Kleiner, CLU
- Legislative and judicial developments in 1990: Part II
..... by A. Bruce Schimberg,
..... James E. Clark and Douglas H. Williams
- Retailers retrenching
..... by Martin I. Katz
- Section 404 of the Clean Water Act
..... by D. Bernard Zaleha
- Tips for maintaining profitability during a recession
..... by Steven J. Mayer

May/June 91

- A conflict of cultures: the old-line factor and the
commercial finance company
..... by Sidney Rutberg
- ABL marketing: critical refinements for the nineties
..... by Barry D. Yelton
- Auction advantage in the disposition of real estate
..... by Steven L. Good and Alan R. Kravets
- The bankers' role in recovery
..... by Dr. Paul S. Nadler
- CFA education foundation
..... by Bruce H. Jones
- Collateral and computers
..... by Victor Del Guidice
- Commercial finance: economic considerations
..... by Peter M. Gould
- Hidden assets: turning tables on workouts
..... by Steven Blumenfield and Randy Shain
- Is the savings and loan industry facing extinction?
..... by Stephen F. Borde
- Name the capital: filing proof of secured interest at
debtor's place of business
by Anthony Michael Sabino and Nancy Eileen Susca

- Want ads: highly classified comments on the American
economy
..... by Louis Rukeyser

Jul/Aug 91

- A new role for the inventory audit
..... by Paul Ratoff
- Don't confuse me with facts, I've already read the label
..... by Louis Rukeyser
- The leveraged buyout debate: debt vs. equity
..... by Pamela A. Murray
- Negative implications for the financial community:
Prime Motor Inns
..... by Michael Evan Avidon
- Using workout professionals on troubled credits
..... by Ronald G. Quintero
- When should the government close a bank?
..... by Dr. Paul S. Nadler

Sep/Oct 91

- Bad news and good news as Japanese auto
"transplants" flourish in U.S.
..... by Louis Rukeyser
- Fact and fancy in finance (or: A funny thing happened
on the way to the bank)
..... by Dr. Paul S. Nadler
- The Gemini Principle: secured lenders' security
interests under the "dual status" rule
by Anthony Michael Sabino and Mary Jane C. Sabino
- L.A. story
..... by Pamela S. Fishman
- Safe harbors for secured lending: the EPA's new rule
..... by Robert Wienke and Douglas Wambach
- Turnaround or merry-go-round? When one brass ring
isn't enough
..... by Arnold H. Dratt

Nov/Dec 91

- The Berkline Corporation: Achievement award winner
- The Canadian Bankruptcy Act
..... by Murray Pinsky
- Choosing the right consultant: the interviewing process
..... by Martin I. Katz
- International information gathering
..... by Ian M. Comisky and Grant S. Palmer
- No more bad loans: redefining due diligence in
background investigations
..... by Steven Blumenfield
- The outlook for banking today
..... by Dr. Paul S. Nadler
- Real estate appraisals in today's market
..... by David Milan
- Restructuring debt in a troubled company
..... by Larry Goddard
- Risks of lending to an insurance agency
..... by Alexander Rostocki, Jr.

- Russia's biggest hurdle may be a tradition that frowns on getting ahead
..... by Louis Rukeyser
- Underpinning debt with life insurance
..... by Jack Kleiner, CLU
- What is value?
..... by John Thomson
- Where they are today and how they got there —
Heller & Talcott
..... by Sidney Rutberg

When a bank wants to be paid...

(Continued from page 56)

Step 9 The bank and the borrower structure an accelerated pay-down of the line and the bank "demands" a final pay-out in 90 days. The borrower's ability to operate is now being seriously impaired. The relationship has disintegrated. The balance of this scenario, sooner or later, is being etched in stone.

Step 10 Bankruptcy!!

The scenario described above is, unfortunately, an increasingly familiar one. What else could have been done?

Answer: Act quickly and take these five decisive steps to accelerate repayment:

Step 1 Address the potential problem at the earliest possible time.

Step 2 Identify the source of the borrower's problem(s) and ways to resolve the problem(s). The source of, and solution(s) to, the borrower's problems can usually (in an over-simplification) be reduced to one or both of the following: 1)The borrower's overhead is out of line with revenues and sales. If this is the case, an immediate commitment by the borrower to reduce that overhead (including his salary and "expenses") must be structured. 2)The borrower has built marketing and other G & A to a point that sales and shipments have stretched cash flow dangerously thin. If this is the case, an immediate decision must be made to either (a) support the borrower's growth with adequate financing to allow for the realization of the anticipated profits from such growth, or (b) discuss with the borrower an immediate slow-down coupled with an aggressive reduction of the overhead created to support the anticipated growth. This should allow the borrower's cash flow and profitability to quickly catch up with the reduced growth.

The alternative described in Step 2, clause (b), is almost impossible to achieve with a small- or medium-sized

company that is spearheaded by a "rugged, growth-oriented individual". Unfortunately, the bank does not have the time or resources necessary to accomplish the alternative described in Step 2, clause (a). So, what steps should be taken?

Step 3 Identify quickly those "non-bank" financial institutions that are structured to readily address the borrower's problems by providing monitoring, discipline and money to assist the borrower back to bankability. Because of the way in which these non-bank financial institutions are structured, they can comfortably assume certain credit risks that would be unacceptable to the bank.

Step 4 Ask the borrower to talk to these non-bank financial institutions immediately. If one of these companies advises that it is ready to finance the borrower's operations and to pay the bank out, then proceed to step 5.

Step 5 Firmly advise the borrower of a pay-out date that is fair and in keeping with your loan documents. Do not deviate from that pay-out date. The borrower must be motivated by the bank to "bite the bullet" and to use alternative financing as rapidly as possible. Any deviation from the pay-out date will quickly lead the bank back to the "difficult steps".

What will have been accomplished by the bank's aggressive, firm posture?

- A) The bank will be paid out quickly (often in full)
- B) A time-consuming, slowly deteriorating relationship between the borrower and the bank will be avoided;
- C) The borrower will have been motivated to make the change early enough that more aggressive financing and the accompanying support systems can save his company and gradually bring it back to bankability; and
- D) The depositor relationship may be salvaged during the turnaround process (non-bank financial institutions cannot provide depositor relationships).

It cannot be stressed enough that timing is the essential ingredient in this process. A non-bank financial institution cannot resurrect a financially "defunct" borrower (the result of the difficult steps). A non-bank financial institution does not want its client to fail (we all understand the ramifications of that event). Therefore, the earlier the bank motivates its borrower to consider a non-bank financial institution, the more rapid and successful will be the desired turnaround.